

State of Delaware 403(b) Plan

APPROVED VENDOR INFORMATION



State of Delaware 403(b) Plan

We hope that this document helps to provide participants with the needed information on the Plan's approved vendors and assist them in making changes. Plan highlights are also included.

Eligibility

The 403(b) plan is a tax-deferred retirement plan. To be eligible to participate you must work for a school district, charter school, the Department of Education, Delaware Technical and Community College or Delaware State University. All employees of these institutions can participate in the Plan.

Contribution Limits

Contributions to the Plan are made through payroll deductions on a pre-tax basis and grow tax-deferred. For 2009, the IRS deferral limit is \$16,500. In addition, if you are 50 years of age or older by the end of the calendar year, you can defer an additional \$5,500. These limits are the same for the 457 Deferred Compensation Plan and an employee can contribute the maximum amount to both the 457 and the 403(b) plan in the same calendar year.

Plan Enrollment

To enroll in the 403(b) plan, the employee must contact one of the approved providers and complete a Salary Reduction Agreement form (SRA) and return it to their payroll office. Changes to contribution amounts and/or investment providers are made by completing a SRA and returning it to your payroll office.

Plan participants can continue to participate with their current vendor through the end of this year. Those participants who wish to continue contributing to the 403 (b) Plan after December 31, 2008, will need to choose from one of the plan's approved providers. If you already participate with one of the approved providers, you do not need to do anything.

Exchanges

Exchanges can now be made from your current provider to one of the approved providers. Please note that you are not required to make exchanges. You are free to leave your existing money with your current provider and just direct new contributions as of January 1, 2009 to one of the approved providers. Federal law states that if you made an exchange after Sept 24, 2007 to a provider that is not on the approved vendor list, you have until July 1, 2009 to make a re-exchange from the non-approved provider to one of the approved providers on the approved vendor list. Failure to comply with this provision may result in a taxable event to you.

Salary Reduction Agreement Form

The State's Salary Reduction Agreement or SRA can be found on our website and can be used for those participants who are making changes to their investment providers.

Questions

Contact the State Treasurer's Office at 302-672-6700 or view our website at <http://treasurer.delaware.gov/services/403b.shtml>.

Table of Contents

AXA Equitable Life Insurance Company	4
Fidelity Investments	5
First Investors Corporation	6
Great American Financial Resources, Inc.	7
The Hartford through Edward Jones	8
Horace Mann Life Insurance Company	11
ING	12
Kades-Margolis Corporation	13
Lincoln Financial Group	14
Lincoln Investment Planning, Inc.	15
Met Life	19
Security Benefit	20
The Variable Annuity Life Insurance Company	21

NONE OF THE INFORMATION IN THIS APPROVED VENDOR INFORMATION DOCUMENT HAS BEEN SUPPLIED OR VERIFIED BY THE STATE OF DELAWARE. THE STATE OF DELAWARE MAKES NO REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED WITH RESPECT TO THE ACCURACY OR COMPLETENESS OF ANY OF THE MATERIAL CONTAINED IN THIS APPROVED VENDOR INFORMATION DOCUMENT.

***AXA Equitable Life Insurance Company
Stecher Financial Group***



CONTACT INFORMATION

Phone: 800-277-7773

Web: www.axaonline.com or www.stecherfinancialgroup.com

Contact: Michael Stecher

Email: michael.stecher@axa-advisors.com

Phone: 800-277-7773

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

1.34% M&E/Management Fees Vary By Fund/Admin. fee is \$30 annually or 2% whichever is less/IT IS WAIVED FOR ACCOUNT BALANCE OVER 25,000

Number of Investment Options Offered: 78

Do you offer target date funds? Yes

Advisory program is offered (and fee): Yes, no fee

Surrender charge schedule:

12 Years declining surrender charge based on contract year; not contribution date; this is waived if age 59 1/2 and 5 contract years OR age 55, separated from service and 5 contract years

Fidelity Investments



CONTACT INFORMATION

Phone: 800-343-0860

Web: www.403b.com

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Administrative Fees: \$24 Annual Fee, \$6 deducted quarterly.

Annual per Participant or Beneficiary recordkeeping fee of \$24.00, per Account, billed and payable quarterly.

Return of excess contribution fee of \$25.00, per calculation and per Participant.

Minimum Required Distribution processing fee of \$25.00 per calculation and distribution.

In-Service Withdrawal processing fee of \$25.00 per withdrawal.

Investment Management fees as disclosed in the fund prospectus.

Number of Investment Options Offered: 175

Do you offer target date funds? Yes

Advisory program is offered (and fee): No

Surrender charge schedule:

Some funds have short term trading fees as disclosed in the fund prospectus

First Investors Corporation



CONTACT INFORMATION

Phone: 800-423-4026

Web: www.firstinvestors.com

Contact: Chris Roberts or Tiby Saunders

Email: christopher.roberts@firstinvestors.com or
tiby.saunders@firstinvestors.com

Phone: 800-841-1324 215-568-2078

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Annual Operating Expenses - vary by fund

sNumber of Investment Options Offered: 13

Do you offer target date funds?

No. First Investors' approach calls for providing a registered representative to work with each client to help decide on an investment portfolio to meet the individual's needs.

Advisory program is offered (and fee): Not available

Surrender charge schedule:

Class A Shares - None,

Class B Shares - May be subject to CDSC's

***Great American
Financial Resources, Inc.***



CONTACT INFORMATION

Phone: 800-438-3398

Web: www.gafri.com

Contact: Jim Fritz

Email: jimfritzgreatamericanfinancial@yahoo.com

Phone: 800-438-3398

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

M&E/Asset- 0.95%

Number of Investment Options Offered: 47

Do you offer target date funds? Yes

Advisory program is offered (and fee): No

Surrender charge schedule:

Varies by investment option. Multi-year declining surrender charge based on both deposit date and contract year

***The Hartford through
Edward Jones***



CONTACT INFORMATION

Phone: 800-528-9009

Web: <https://retire.hartfordlife.com>

Contact: *(see following two pages)*

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Mutual Fund plus Fixed Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

No Administrative fee or Mortality & Expense Risk Fee; Fund Expense
Ratios vary by mutual fund option

Number of Investment Options Offered: 28

Do you offer target date funds? Yes

Advisory program is offered (and fee):

The Hartford does not include an "advisory" service as part of the offering.
However, The Hartford's program is represented by Edward Jones Financial
Advisors at no additional cost

Surrender charge schedule: Not Applicable

Anthony B. Johnson
115 North Broad Street; Suite 2
Middletown, DE 19709
302/376-0283
Anthony.Johnson@edwardjones.com

Rick Solloway
33188 Coastal Highway; Unit 5
Bethany Beach, DE 19930
302/537-0600
Rick.Solloway@edwardjones.com

Matthew C. Thomas
109 Saint Augustine Court
Middletown, DE 19709
302/376-6647
Matthew.Thomas@edwardjones.com

Joanna L. Daneman
250 Gateway South Blvd; Suite 300
Dover, DE 19901
302/698-4007
Joanna.Daneman@edwardjones.com

Thomas J. Leary
769 Walker Road
Dover, DE 19904
302/735-8770
Thomas.Leary@edwardjones.com

Trey Paradee
3 South American Avenue
Dover, DE 19901
302/736-5991
w.charles.paradee@edwardjones.com

Matthew M. Everngam
112 Sussex Avenue
Suite 2
Milford, DE 19963
302/422-3956
Matthew.Everngam@edwardjones.com

John L. Rieley
6 Mid-Sussex Shopping Center
Millsboro, DE 19966
302/934-1938
John.Rieley@edwardjones.com

Mitch Rogers
6 Mid-Sussex Shopping Center
Millsboro, DE 19966
302/934-1938
Mitch.Rogers@edwardjones.com

Joe Quig
724 Yorklyn Road; Suite 325
Hockessin, DE 19707
302/239-9401
Joe.Quig@edwardjones.com

Janet R. Maher
28322 Lewes-Georgetown Hwy; Unit 5
Milton, DE 19968
302/684-5946
Janet.Maher@edwardjones.com

Melinda R. Tingle
204 Laureltowne
Laurel, DE 19956
302/875-0355
Melinda.Tingle@edwardjones.com

Mike Laur
364 E. Main Street
Newark, DE 19711
302/368-2352
Mike.Laur@edwardjones.com

Steven T. Lucas
1450 Capitol Trail, Suite 107
Newark, DE 19711
302/292-1946
Steven.Lucas@edwardjones.com

Derek R. Clifton
17021 Old Orchard Road; Suite 4
Lewes, DE 19958
302/645-7710
Derek.Clifton@edwardjones.com

Russ Hall
17577 Nassau Commons Blvd
Suite 101
Lewes, DE 19958
302/645-6208
Russ.Hall@edwardjones.com

Warren C. Hardy
19323 Lighthouse Plaza Boulevard
Rehoboth Beach, DE 19971
302/227-2771
Warren.Hardy@edwardjones.com

David A. King
2625 Concord Pike; Suite B
Wilmington, DE 19803
302/477-9828
David.King2@edwardjones.com

Aaron C. Leonard
2010 Pennsylvania Ave; Suite 106
Wilmington, DE 19806
302/427-0278
Aaron.Leonard@edwardjones.com

Lee C. Moran
226 E. Glenwood Avenue
Smyrna, DE 19977
302/659-2086
Lee.Moran@edwardjones.com

Mark D. Quinn
2625 Concord Pike; Suite B
Wilmington, DE 19803
302/477-9828
Mark.Quinn@edwardjones.com

Bill Wahl
1512 Philadelphia Pike
Wilmington, DE 19809
302/792-1035
Bill.Wahl@edwardjones.com

Kelley M. Selph
720 E. College Avenue, Suite 4
Salisbury, MD 21804
410/860-1828
Kelley.Selph@edwardjones.com

David A. Taylor
1411 Wesley Drive
Salisbury, MD 21801
410/742-3264
David.Taylor@edwardjones.com

Carrie R. DuPuie
11200 Racetrack Road
Suite A102, The Pavilions
Ocean Pines, MD 21811
410/208-9083
Carrie.DuPuie@edwardjones.com

Gilbert F. Vastine
1304 South Division Street; Suite 2
Salisbury, MD 21804
410/860-9757
Gilbert.Vastine@edwardjones.com

David Rakow
267 Wilmington-West Chester Pike
Chadds Ford, PA 19317
610/358-2077
David.Rakow@edwardjones.com

Donald G. Sellers
701 E. Baltimore Pike
Suite A2
Kennett Square, PA 19348
610/444-5220
Donald.Sellers@edwardjones.com

***Horace Mann Life
Insurance Company***



CONTACT INFORMATION

Phone: 800-999-1030

Web: www.horacemann.com

Contact: Donald Bryan

Email: donny.bryan@horacemann.com

Phone: 410-740-7161

Commissioned or Salaried:

Donald Bryan is Salaried; our six (6) agents are commissioned

PLAN INFORMATION

Product type: Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

\$25 annual maintenance fee on group variable certificate, waived on a given certificate anniversary when value equals or exceeds \$25,000

\$100 loan origination fee

0.95% mortality and expense fee, applicable to variable account assets

Investment management fees vary by variable annuity investment option, as disclosed in the prospectus

Number of Investment Options Offered: 36 variable annuity investment options plus the fixed account

Do you offer target date funds? Yes

Advisory program is offered (and fee): No

Surrender charge schedule:

5% surrender charge for 5 years; surrender charge is a percentage of premium withdrawn during a certificate premium year, with a 10% free out provision

ING



EDUCATOR'S DIRECT

CONTACT INFORMATION

Phone: 866-955-4032

Web: www.INGEducatorsDirect.com

Contact: Ketul Thaker

Email: EducatorsDirect@us.ing.com

Phone: 866-955-4032

Commissioned or Salaried: Salaried

PLAN INFORMATION

Product type: Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

Administrative fee = 0%; Mortality & Expense charge = 0%, Investment Management fees vary by fund, please see prospectus, and \$30 annual maintenance fee

Number of Investment Options Offered: 5

Do you offer target date funds? Yes

Advisory program is offered (and fee): No

Surrender charge schedule: No surrender charge

**This program is not yet available but is coming soon. Please call ING at 1-866-955-4032 or email them at EducatorsDirect@us.ing.com for more information.*

***Kades-Margolis
Corporation***



CONTACT INFORMATION

Phone: 800-433-1828

Web: www.4kmc.com and www.moneybydesign.biz

Contact: Clyde Louth or Jack Gaffney

Email: clouth@4kmc.com or jgaffney@4kmc.com

Phone: 800-433-1828

Clyde ext.113 or Jack ext. 142

Commissioned or Salaried: Both, depends on level of advisor

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Transaction fee on investments charged by Sponsor; expenses charged by individual fund families still apply

Number of Investment Options Offered:

15 mutual fund families with over 300 fund selections

Do you offer target date funds? Yes

Advisory program is offered (and fee):

Not in DE at this time

Surrender charge schedule:

Front end transaction fees, not surrender charge schedule

Lincoln Financial Group



CONTACT INFORMATION

Phone: 800-454-6265

Web: <https://lincolnlife.iscaccount.com>

Contact: Amina Shelton

Email: amina.shelton@lfg.com

Phone: 866-498-5703

Commissioned or Salaried: Salaried

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Investment Expense Ratio - No Mortality and Expense or Administrative Charge

Number of Investment Options Offered:

15 Investment Options and 15 LifeSpan Asset Allocation Models

Do you offer target date funds?

Yes, LifeSpan Asset Allocation Models

Advisory program is offered (and fee):

Morningstar *Manage It For Me* at a cost of 0.45% annually

Surrender charge schedule:

There are no surrender charges with our Lincoln Alliance Program

***Lincoln Investment
Planning, Inc***



CONTACT INFORMATION

Phone: 800-242-1421

Web: www.lincolninvestment.com

Contact: Leonard Rizzotti or John Natal

Email: lrizzotti@lincolninvestment.com or jnatale@lincolninvestment.com

Phone: 800-242-1421

Leonard ext. 1222 or John ext. 2000

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Administrative Individual participants are assessed an annual Custodial Fee according to the following schedule:

\$20 for accounts: \$0 to \$2,000

\$35 for accounts: \$2,001 to \$250,000

\$0 for accounts over: \$250,000

Mortality and Expense - None

Investment Management

We are offering a 403(b) Custodial platform, **RETIREMENTSOLUTIONS^{PREMIER}** that allows participants access to over fifty-two mutual fund families. PREMIER offers no-load and load waived mutual funds with an asset-based fee of 0.90% that reduces to 0.80% on assets over \$100,000, 0.70% on assets over \$500,000, and will drop as low as 0.60% on individual assets over one million.

Number of Investment Options Offered: Over 1,700 mutual funds

Do you offer target date funds?

Yes, fund families such as Vanguard, T. Rowe Price, American Funds and others all offer target date mutual funds

Advisory program is offered (and fee):

Lincoln Investment Planning, Inc. makes available asset allocation programs from seven leading investment advisors, three strategic and four tactical.

Programs using a strategic asset allocation approach

- Ibbotson Associates
- Russell Advisors
- Goldman Sachs

Programs using a tactical asset allocation approach

- ICON Advisors, Inc.
- Meeder Financial
- Clark Capital Management Group
- Advanced Asset Management Advisors

The fees depend on the program selected:

Participant Account Asset Value	Ibbotson and Russell	Goldman Sachs	ICON, RTE, Meeder, AAMA
\$0 to \$100,000	0.60% annually	0.85% annually	1.10% annually
\$100,001 to \$500,000	0.45%	0.70%	0.95%
\$500,001 to \$1M	0.30%	0.30%	0.30%
Over \$1M	0.20%	0.20%	0.20%

Surrender charge schedule: None

Fees Assessed to Mutual Funds

Annual fund expenses vary and are currently .92% on average.

Portfolio Director Choice

Loan Set-Up Fees

\$ 60

Fees Assessed to Variable Funds

Annual separate account fees range from 0.75% to 1.25%

Number of Investment Options Offered:

Our financial advisors support the enrollment and ongoing education needs of plan participants and are compensated based on the assets invested, rather than at a specific commission rate. Our financial advisors do not receive additional selling compensation in connection with sales of investment options offered in the group mutual fund or annuity products. Therefore, there is no added incentive for a financial advisor (agent of record) to suggest one mutual fund over another to plan participants

Do you offer target date funds? Yes

Advisory program is offered (and fee):

Asset allocation and wealth forecasting tools are provided at no cost.

Guided Portfolio Services/Portfolio Advisor: \$25 annually for those who enroll

Guided Portfolio Services/Portfolio Manager (fully managed accounts program): assessed an annual asset based fee as described below for those participants electing to enroll:

60 basis points of his/her assets up to \$100,000, plus

50 basis points of his/her assets between \$100,000 and \$250,000, plus

45 basis points of his/her assets that are in excess of \$250,000

The fees are assessed quarterly at 25 percent of the annualized basis point charges shown above (e.g., 15 basis points per quarter on first \$100,000 in participant's account). Fees are calculated based on the assets in the participant's account at the end of the calendar quarter.

Surrender charge schedule:Profile Retirement Program Surrender/Withdrawal Charges

The Long-Term Fixed Annuity allows an in-service 20 percent annual withdrawal with no withdrawal charge. Withdrawals in excess of the 20 percent annual withdrawal amount will incur a five percent charge. This restriction includes money transferred to mutual funds or another provider or money withdrawn.

The withdrawal restriction will not apply under the following conditions:

- * Separation from service;
- * Retirement;
- * Election of an Annuity Income Option;
- * Death;
- * Permanent disability;
- * Required minimum distribution; or
- * Participant is at least 59-1/2 years old and the contract is at least 5 years old

Portfolio Director Choice Surrender/Withdrawal Charges

A participant may withdraw up to 10 percent of his or her accumulated account value per contract year without charge. In-service participant transfers in excess of 10 percent of the accumulated account value to another vendor or to Profile may subject the participant's account to a surrender charge if one or more of the following conditions are not met:

- * Death;
- * Disability;
- * An annuity payout option of five years or longer duration is selected;
- * No purchase payments in most recent 60 months;
- * The participant's account has been in effect 15 years or longer;
- * Participant has attained age 59 1/2 and his/her account has been in effect for five years or more;
- * Separation from service;
- * Retirement; or
- * Hardship (unforeseen emergency).

If one of the above conditions is not met, the participant's surrender charge is equal to five percent of the lesser of: (1) the most recent 60 months purchase payments; or (2) the amount withdrawn

Met Life



CONTACT INFORMATION

Phone: 800-560-5001

Web: www.metlife.com

Contact:

Vince Begatto	vbegatto@metlife.com	800-446-1615
Timothy Ferrell	tferrell@metlife.com	800-446-1615
Marianne LaRock-McGuckin	mlarockmcguc@metlife.com	800-446-1615
Lisa Rydzefski	lrydzefski@metlife.com	800-446-1615

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Annuity

Fees (Administrative, Mortality and Expense, Investment Management):

See prospectus for fee schedule

Admin Fee- \$30, waived when assets reach \$25k or if purchase payments of \$2,000+ was received in the past 12 months

M&E/Asset Fee- depends on share class

Number of Investment Options Offered: 57

Do you offer target date funds? No

Advisory program is offered (and fee): Not Applicable

Surrender charge schedule:

See prospectus for surrender schedule

L-Shares- none

C-Shares- 8 year declining surrender charge based on contract year

B-Shares- 11 year declining surrender charge based on contract year

Security Benefit



CONTACT INFORMATION

Phone: New accounts 800.747.5164 Service 800-888-2461

Web: www.securitybenefit.com/delaware

Contact:

Clyde Louth	clouth@4kmc.com	302-239-4184
Nate Zahn	nzahn@4kmc.com	302-475-6469
Jack Gaffney	jgaffney@4kmc.com	610-229-6001

Commissioned or Salaried: Commissioned

PLAN INFORMATION

Product type: Mutual Fund

Fees (Administrative, Mortality and Expense, Investment Management):

Front Load – None

Surrender Charge – None

M&E – None

Annual administration - 0.85%

Annual account fee - \$20 waived at \$25,000 account value

Number of Investment Options Offered: 55

Do you offer target date funds? Yes

T. Rowe Price Retirement 2010

T. Rowe Price Retirement 2020

T. Rowe Price Retirement 2030

T. Rowe Price Retirement 2040

T. Rowe Price Retirement 2050

Advisory program is offered (and fee): Managed by Morningstar or CLS
1.00% annually

Surrender charge schedule: None

***The Variable Annuity Life
Insurance Company***



CONTACT INFORMATION

Phone: 800-428-2542

Web: www.aigretirement.com

Contact:

Christine Balon	christine.balon@aigretirement.com	800-892-5558x 87939
John Blamphin	john.blamphin@aigretirement.com	800-982-5558x 87897
Regina Mancini	regina.mancini@aigretirement.com	800-982-5558x 87526

Commissioned or Salaried: Salaried

PLAN INFORMATION

Product type:

Portfolio Director Choice -- combination fixed and variable annuity

Profile Retirement Program -- comprised of mutual fund investment options and a fixed annuity

Fees (Administrative, Mortality and Expense, Investment Management):

Profile Retirement Program

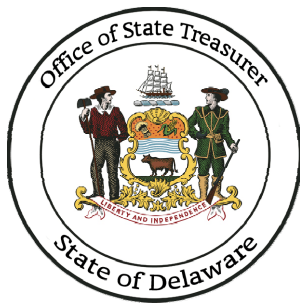
Loan Set-Up Fees

One-time set up fee of \$50

Annual loan maintenance fee of \$50

Custodial Account Fees

\$40 annually, deducted pro-rata from the mutual fund accounts only (not the fixed option) on a quarterly basis from participant accounts at a rate of \$10 per quarter.



State of Delaware

Office of the State Treasurer
820 Silver Lake Boulevard
Suite 100
Dover, Delaware 19904

Phone: 302-672-6700
Fax: 302-739-5635
Web: <http://treasurer.delaware.gov>